

X-MEN

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X-MEN



"ALONG CAME A SPIDER..!"

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Super

BODYBUILDING COURSE -

INTRODUCING

THE BODYBUILDING SYSTEM THAT GUARANTEES -
**YOU'LL PUT ON INCHES OF POWERFUL
MUSCLES ON YOUR BODY!**

At last, NEW bodybuilding secrets are now available for your use. Finally, after years of experimenting we have come up with the fastest muscle building system in the world. Our course really works - thousands have taken our course and have obtained fantastic results. Right in the privacy or your own bedroom, you can completely transform your body.

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You can have POWERFUL MUSCLES FAST . . . not by years and years of hard work . . . but by simply following our fascinating system . . . a system that works so fast you can see results from day to day! Isn't that the kind of course you want? We absolutely guarantee results.

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J. Johnson

"In just 3 weeks I have gained 1½" on my arms and 4" on my chest. I have also lost 4" off my waist. Your course is just great!"
D. Roberts

"I was a skinny weakling when I enrolled, now I've gained 30 pounds in just 45 days. I am truly amazed, I'm going to be dynamite on the beach."
B. Abbott

"I'm transforming all the fat off my body and changing it into rock-hard muscle. It's amazing - I have lost 8" off my waist. I can actually see my muscles growing from day to day."
P. Williams

"I have gained 20 pounds in just 30 days and I have gained over 6 inches on my chest. I find that my power has doubled. In sports I am a winner in everything I do."
B. Daniels

"I have gained 5" on my arms and 12" on my chest, while losing 3" off my waist. I have tripled my power and speed. Thanks for what you have done for me!"
M. Robinson



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- ★ BUILD HUGE - GIANT SIZE muscles - fast. You'll have bulging muscles before you know it.
- ★ TRIM YOUR WAIST by following ultra-modern methods. It won't take long before your waist shows washboard abdominal muscles.
- ★ GAIN WEIGHT - You can actually gain up to 50 pounds of rock-hard muscle.
- ★ LOSE FAT - You'll find it easy to get rid of excess fat and replace it with muscle.
- ★ FEEL 100% BETTER - You can't help but feel great once you own a muscular body.

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X-MEN! THE MOST UNUSUAL FIGHTING TEAM ^{OF} ALL TIME!

"ALONG CAME A SPIDER..."

DON'T WORRY, TRUE BELIEVER
--WE DIDN'T START OUT WITH
THIS SPLASH PANEL OF THE
BOMBASTIC **BANSHEE** *
BY MISTAKE! THEN WHY?
STICK AROUND FOR A FEW
PAGES --AND MAYBE YOU'LL
SEE THE METHOD IN OUR
MERRY MARVEL MADNESS...

FOR WEEKS, I'VE
SEARCHED THE MOUNTAINS
AND VALLEYS OF **CENTRAL**
EUROPE FOR THE SINISTER
GROUP KNOWN AS
FACTOR THREE!

AND NOW, AT LAST,
I FEEL I AM NEAR ITS
SECRET SANCTUARY!
I ONLY PRAY THAT
I'M IN TIME TO PREVENT
ITS CONQUERING
THE EARTH!

* YOU DO REMEMBER OUR
MUTANT WITH THE MIND-
BENDING VOCAL CORDS
FROM **X-MEN #76**
DON'T YOU?
-- SENSITIVE STAN.

STAN LEE
PRESENTS A
**ROY THOMAS-
WERNER ROTH**
TOWERING TRIUMPH OF
TITANIC TALENT AND
TUMULTUOUS TOIL!

INKED BY
DAN ADKINS

LETTERED BY
**JERRY
FELDMANN**

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THUS SPEAKING, THE **BANSHEE** STREAKS ON HIS WAY--AS THE STRANGE SONIC POWER WHICH ENABLES HIM TO FLY SENDS ITS AWESOME VIBRATIONS ACROSS THE ROCKY FACE OF THE SMALL EUROPEAN NATION...



THAT MOURNFUL WAIL--LIKE THE MELANCHOLY CRY OF A SOUL IN TORMENT--!

HAS IT ANY CONNECTION WITH THE **OTHER** WEIRD SOUNDS--AND WEIRDER HAPPENINGS--WHICH HAVE LATELY BESIEGED THIS LAND?

BUT, WE MUST LEAVE THAT TREMAUOUS QUESTION **UNANSWERED** FOR THE MOMENT, AS, NOT FAR AWAY...



AH! I HAVE FOUND THAT WHICH I SOUGHT!

MY ULTRA-SONIC PROBINGS REVEAL THAT THE MOUNTAIN BELOW--ALONE OF ALL IN THE AREA--IS **HOLLOW**!

BUT **HOLD!** WHAT IS **THIS** WHICH I SEE BEFORE ME?



A **DOORWAY** APPEARS--A STONY SLAB IN THE VERY **SIDE** OF THE MOUNTAIN!

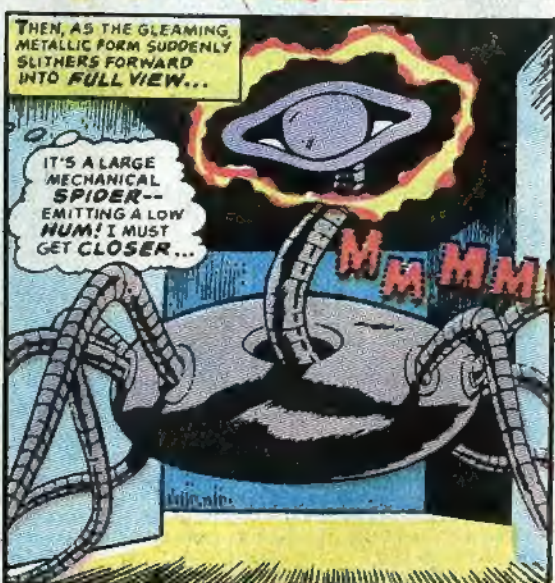
IT CAN ONLY MEAN--**FACTOR THREE** HAS SEEN ME...AS I **FEARED** THEY WOULD!

YET, THE MOMENT FOR **RETREAT** IS LONG SINCE **PAST!** I MUST LEARN WHAT **DEFENSES** MY **FOE** HAS!



WAIT--THERE-- IN THE **OPENING--** A **SHADOWY** **SHAPE!**

THEN, AS THE **GLEAMING**, **METALLIC** FORM **SUDDENLY** **SLITHERS** **FORWARD** INTO **FULL** **VIEW...**

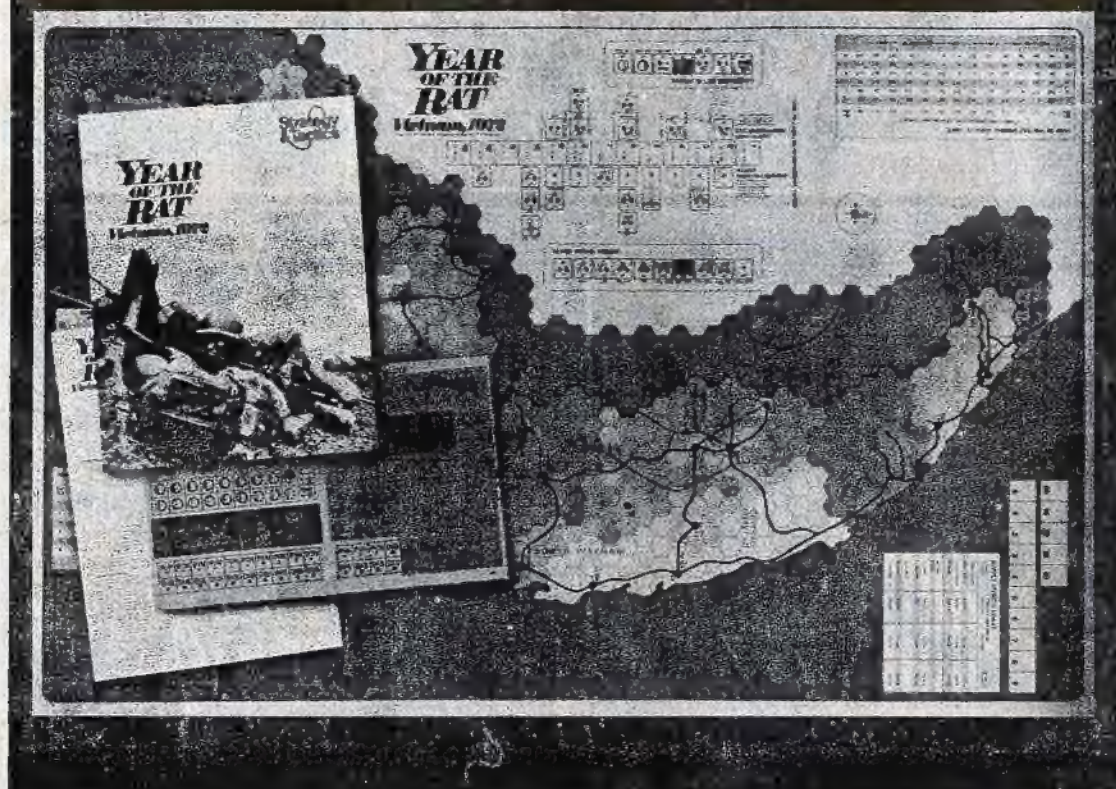


IT'S A **LARGE** **MECHANICAL** **SPIDER--** **EMITTING** A **LOW** **HUM!** I MUST **GET** **CLOSER...**

MMMMMM



Strategy & Tactics



The paper time machine

STRATEGY & TACTICS is a magazine. It's also a tool: a time machine that enables you to replay the crucial events—past, present, and future—that shape our lives.

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ing pieces, and complete rules.

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★ Other feature articles on historical and military subjects.

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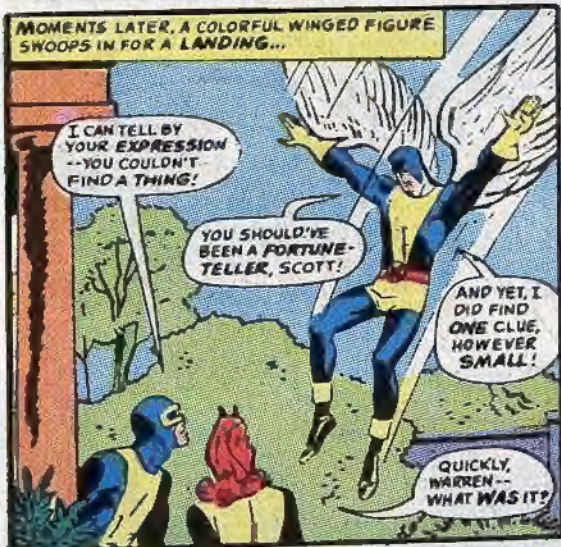
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MEANWHILE, JUST IN CASE YOU FORGOT WHOSE MAG THIS IS, LET'S LOOK IN ON A CERTAIN SCHOOL IN WESTCHESTER COUNTY, WHERE AN ANXIOUS GROUP OF MUTANTS IS PROCESSING NECESSARY DATA IN THEIR DESPERATE SEARCH FOR THE CAPTURED PROFESSOR X (OR, HOW SNEAKY CAN A SWINGIN' SYNOPSIS BE?)...



YET, THE DEVASTATING ATTACK OF FACTOR THREE'S MECHANICAL CREATURE HAS TAKEN ITS TOLL! FOR, WITHIN THE CHALET...

THAT RAY--MUST HAVE WEAKENED ME--EVEN MORE THAN I SUSPECTED...

CAN TELL--I'M BLACKING OUT! ONLY A FEW SECONDS LEFT--MY MIND IS WANDERING...

MUST WARN THE X-MEN...TO BEWARE THE SPIDER--BEWARE--

THEN, HIS MUTANT POWERS AND HUMAN ENERGIES BOTH EXHAUSTED, THE COURAGEOUS BANSHEE SLUMPS TO THE FLOOR--AS TWO SINISTER SHADOWS FALL ACROSS HIS LIMP FORM...

HE IS UNCONSCIOUS! GOOD--THEN HE WILL PUT UP NO FIGHT!

LET US CARRY HIM ON BOARD THE GRAYO-DISK--AND REPORT TO THE MASTER!

THUS, SCARCELY HALF A MINUTE LATER, AS A BROODING FIGURE SITS BEFORE A GIANT SCREEN DEEP WITHIN A TOWERING MOUNTAIN...

AGENTS 10 AND 14 REPORTING! WE HAVE SECURED THE BANSHEE--AND ARE BRINGING HIM TO LOCATION ONE!

EXCELLENT! I SHOULD HAVE REALIZED FROM THE VERY BEGINNING THAT A MUTANT WHO HAD TO BE FORCED TO JOIN US WOULD ULTIMATELY BETRAY US!

BUT ANY THREAT THAT HE MIGHT HAVE POSED TO US IS NOW FOREVER ENDED!

I SHALL SEND ONE OF MY RECONNAISSANCE-UNITS TO AMERICA--TO SEE HOW MUCH THE BANSHEE MANAGED TO TELL THE X-MEN!

FOR IF PROFESSOR XAVIER'S POWERFUL PROTÉGES EVER SUCCEED IN FINDING US, WE MUST BE READY--SO THAT WE MAY UTTERLY DESTROY THEM!

HOWEVER, JUST NOW, OUR MARVELOUS MISFITS ARE CONCERNED WITH A MORE IMMEDIATE PROBLEM...

"BEWARE THE SPIDER?"
WHAT KIND'A NUTTY
MESSAGE IS THAT?

PERHAPS IT'S
THE ONLY KIND
THAT THE BANSHEE
COULD TRANSMIT,
LAD--BEFORE SOME
CATASTROPHIC
OCCURRENCE!

I'M AFRAID THAT
HANK MAY JUST BE
RIGHT, BOBBY!

HE OBVIOUSLY INTENDED
TO TELL US MORE--BUT,
SOMEONE--OR SOMETHING
--STOPPED HIM!

STILL, A SPIDER? IT
SOUNDS LIKE SOMEBODY'S
IDEA OF A MAD, INSANE
PRANK!

THE BANSHEE
WOULD HARDLY
JOKE ABOUT
FACTOR THREE,
JEAN!

YOU KNOW IT!
IF HE SAID TO
BEWARE A SPIDER
--WE'D BETTER
DO JUST THAT!

AND, AT PRECISELY THIS POINT,
WE SWITCH OUR SCENE TO--
HOPE! IF YOU CAN'T GUESS,
FRANTICONE, WE'RE SURE NOT
GONNA TELL YA!

THE CITY'S A NICE
PLACE TO LIVE--BUT
I DON'T ESPECIALLY
WANNA *WIST*
THERE!

WHEN IT'S
TIME FOR
RELAXATION,
I'M THE ORIGINAL
BACK-TO-NATURE
KID!

THAT'S RIGHT, O KEEPER OF THE FLAME AND OBSERVER OF IRONIC TRUTHS--
IT'S PETER PARKER, ALIAS THE ONE AND ONLY SPIDER-MAN!

Y'KNOW, IT'S
FUNNY HOW I
JUST HOPPED ON
MY CYCLE AND
ENDED UP HERE
IN WESTCHESTER
COUNTY!

YOU HAVE HEARD
OF HIM, HAVEN'T
YOU?--INSECURE STAN.

IT'S ALMOST LIKE
FATE WAS PULLING
ME HERE--FOR SOME
MYSTERIOUS REASON
I CAN'T EVEN
IMAGINE!

AW, COME OFF IT,
PARKER! YOU JUST
GOT LOST--DON'T
MAKE A BIG THING
OF IT!

OH WELL, AFTER
THAT LAST RUN-IN
WITH THE KINGPIN,
MAYBE A LOST WEEKEND
IS JUST WHAT I NEED!

BUT, I'M GETTING TIRED
OF EATING MY OWN DUST
UP AND DOWN THE
COUNTRYSIDE!

I SEE A STREAM
AT THE BOTTOM OF
THIS HILL! IT'S TIME
TO DO THE THOREAU
BIT FOR A WHILE!

WADDAYA
KNOW! THERE'S
EVEN AN
ABANDONED
MILL
DOWN THERE!

PETEY BOY, MAYBE
YOU'RE JUST A
PETER PAN
WHO NEVER GREW
UP--BUT IT'S TIME
TO PLAY
EXPLORER!

YET, BEFORE THE UNUSUALLY HAPPY-GO-LUCKY LAD CAN EVEN
REACH THE PLACID STREAM...

HEY--WHO TURNED
OUT THE LIGHTS?
IF THAT TY WEATHERMAN
WAS WRONG AGAIN--

NO--WAIT!
IT'S SOME SORT
OF EGG-SHAPED
OBJECT--HEADIN'
MY WAY!

DON'T TELL ME
ONE OF MY OLD FOES
HAS FOUND OUT
I'M SPIDEY--AND
IS ZERON' IN FOR
THE KILL!

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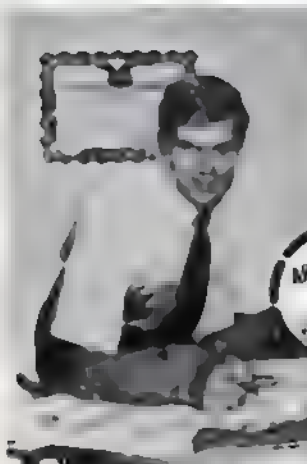
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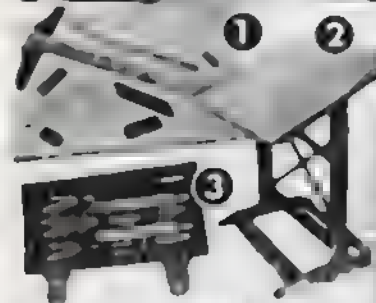
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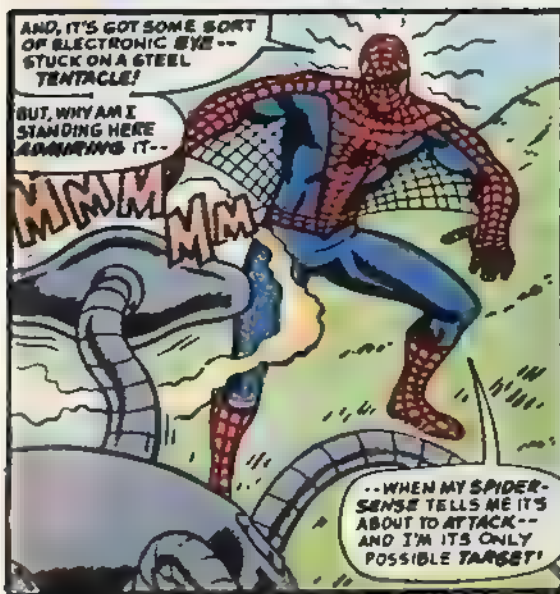
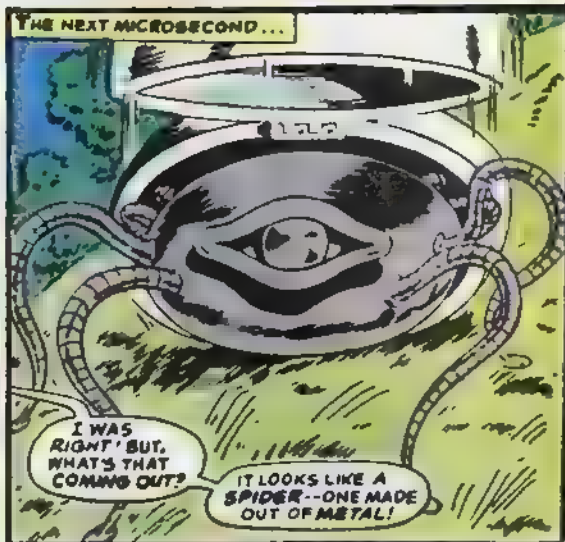
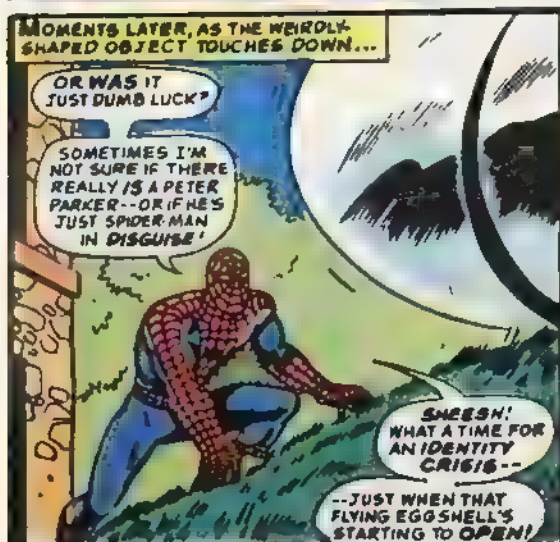
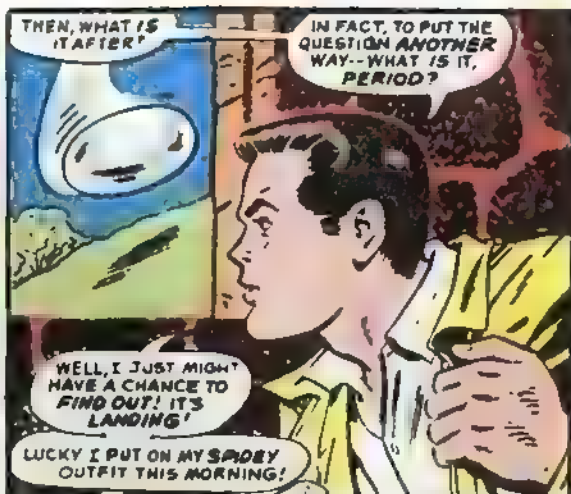
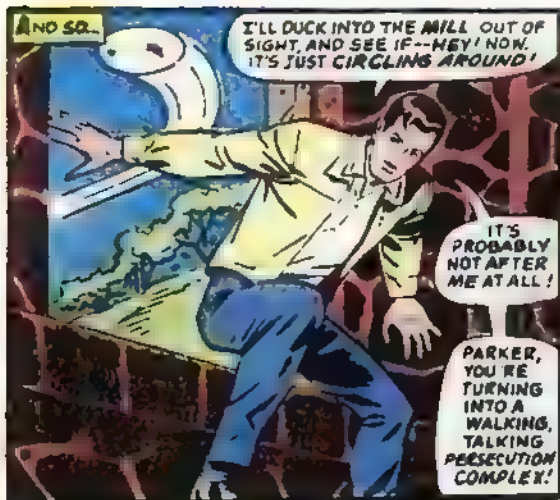
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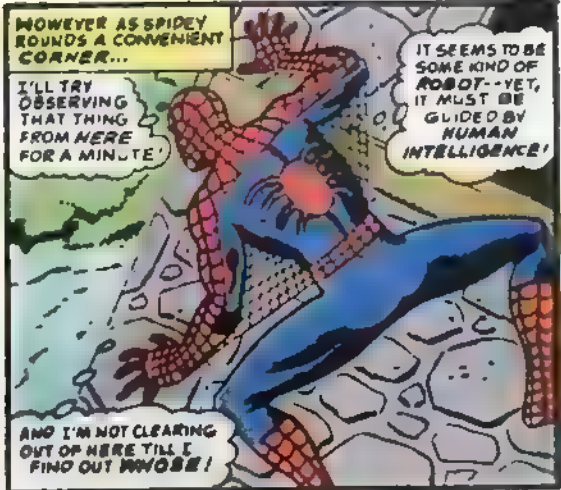
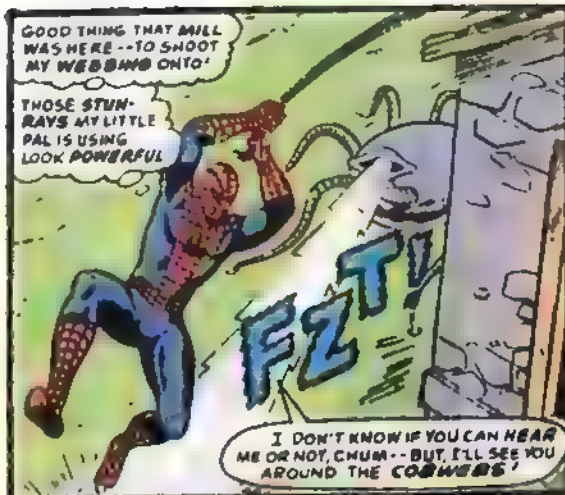
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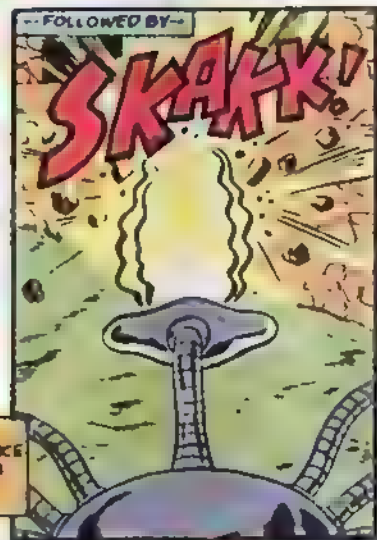
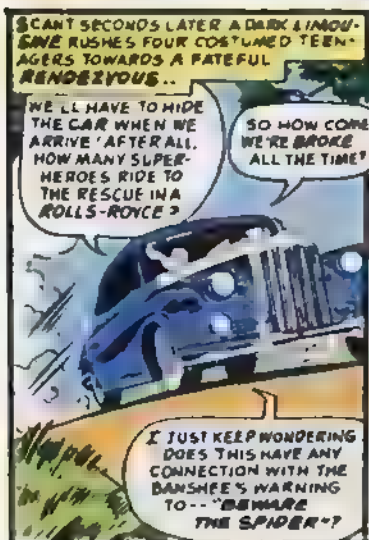
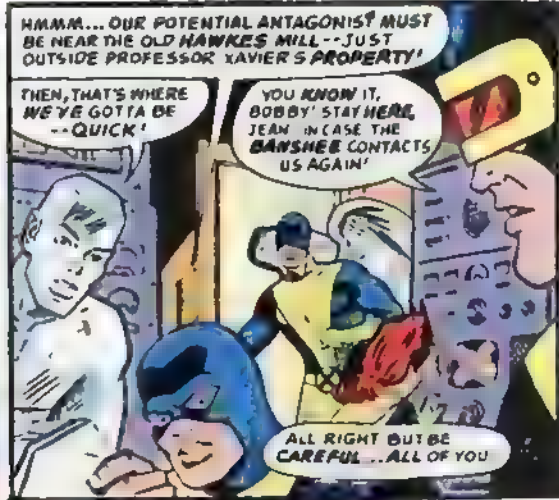
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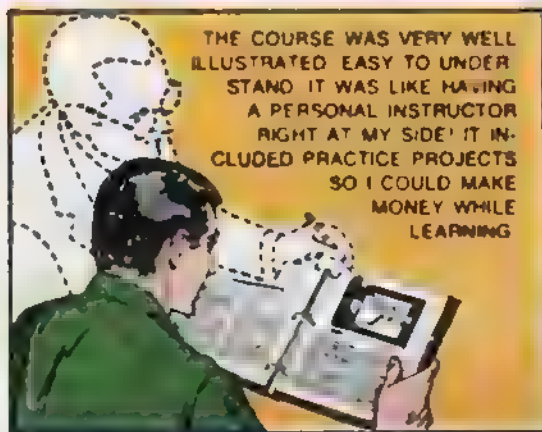
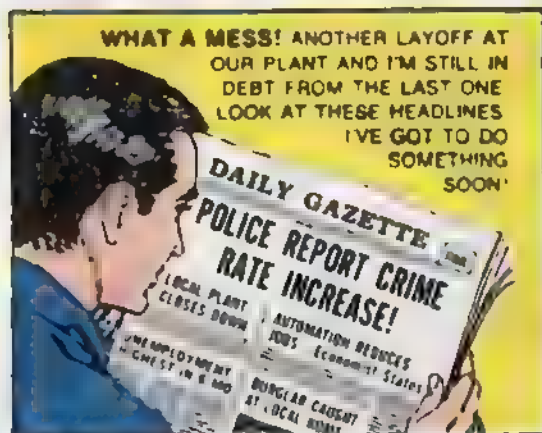






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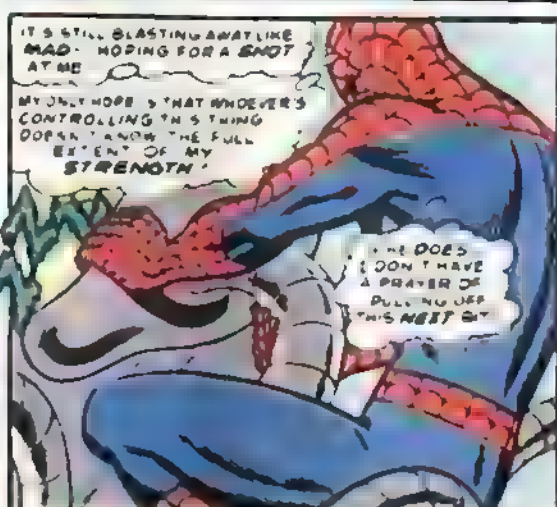
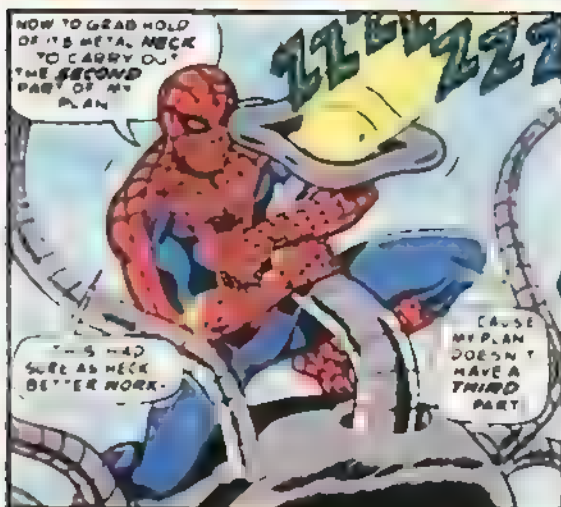
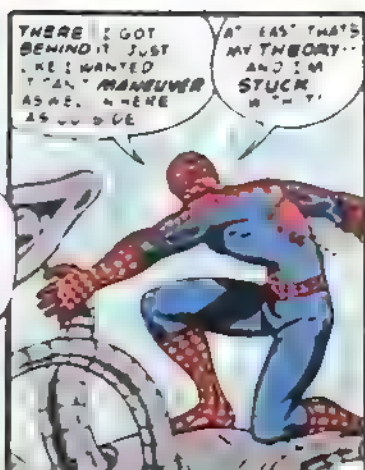
LOCKSMITHING INSTITUTE
 Dept 1295-063
 One of Technical Home Study Schools
 Little Falls, New Jersey 07424

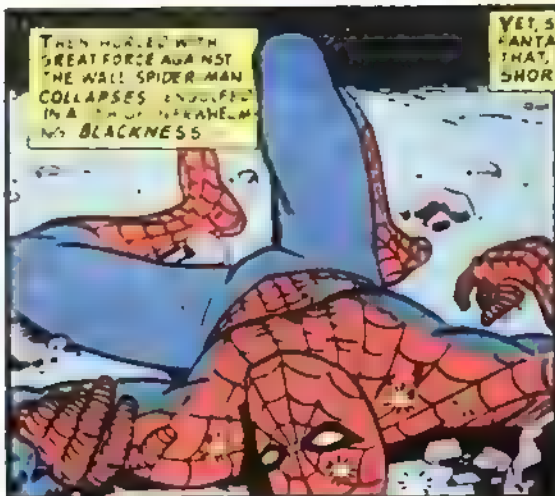
YES, rush me your free "Opportunities in Locksmithing" plus full details on money-making opportunities, key machine and tools, sample lesson pages, tuition and easy payment plans.

Name _____
 Address _____
 City _____
 State _____ Zip _____
☐ Check box for information on Voluntary Services.

IF I TELL ANY ONE TO DO WHAT I DID AND SEND THE COUPON TO LOCKSMITHING INSTITUTE IT PAYS.

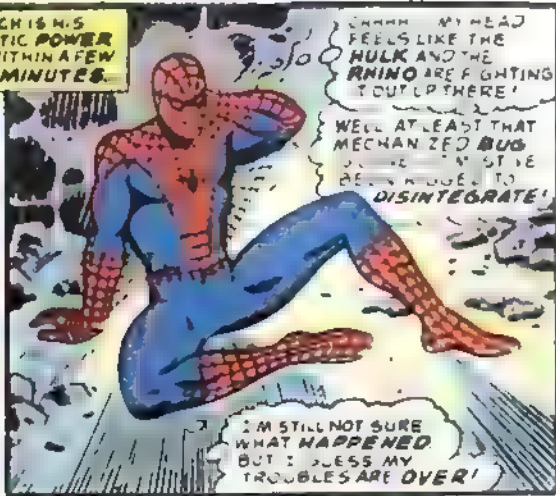
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THEN MURDERED WITH
GREAT FORCE AGAINST
THE WALL! SPIDER-MAN
COLLAPSES ENVELOPED
IN A THICK MIST OF
BLACKNESS

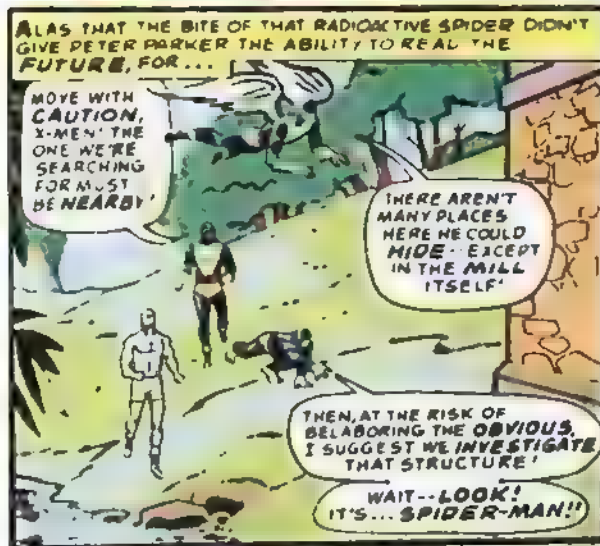
YET, SUCH IS HIS
FANTASTIC POWER
THAT, WITHIN A FEW
SHORT MINUTES...



CHHHH MY HEAD
FEELS LIKE THE
HULK AND THE
RHINO ARE FIGHTING
TOUT UP THERE!

WELL AT LEAST THAT
MECHANIZED BUG
WAS SUPPOSE TO
BE ENOUGH TO
DISINTEGRATE!

I'M STILL NOT SURE
WHAT HAPPENED
BUT I GUESS MY
TROUBLES ARE OVER!



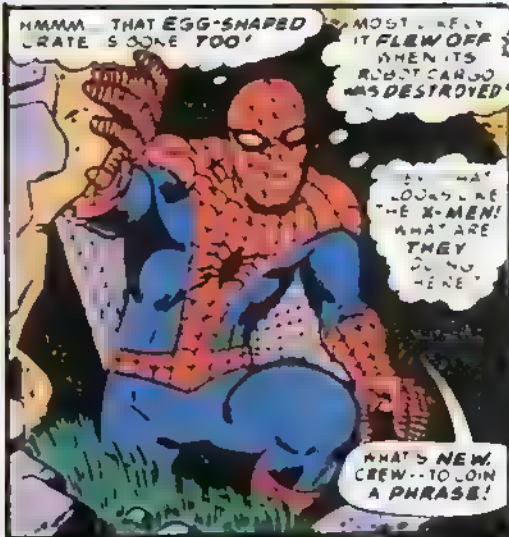
ALAS THAT THE BITE OF THAT RADIOACTIVE SPIDER DIDN'T
GIVE PETER PARKER THE ABILITY TO REAL THE
FUTURE, FOR...

MOVE WITH
CAUTION,
X-MEN! THE
ONE WE'RE
SEARCHING
FOR MUST
BE NEARBY!

THERE AREN'T
MANY PLACES
HERE HE COULD
HIDE... EXCEPT
IN THE MILL
ITSELF!

THEN, AT THE RISK OF
BELABORING THE OBVIOUS,
I SUGGEST WE INVESTIGATE
THAT STRUCTURE!

WAIT--LOOK!
IT'S... SPIDER-MAN!!



MMMM THAT EGG-SHAPED
CRATE'S GONE TOO!

MOST LIKELY
IT FLEW OFF
WHEN ITS
ROBOT CREW
WAS DESTROYED!

WHAT
DOES THE
X-MEN!
WHAT ARE
THEY
DOING
HERE?

WHAT'S NEW,
CREW--TO JOIN
A PHRASE!



I HAVEN'T SEEN YOU MUTANT CUT-UPS SINCE YOU
INVITED ME TO JOIN YOUR LITTLE COMBO!
IS IT RUSH WEEK AGAIN ALREADY?

KEEP BACK,
ALL OF YOU--TILL
WE KNOW WHY
HE'S HERE!

ISN'T IT APPARENT
LAD--THAT HE'S THE
SPIDER OF WHOM
THE BANSHEE
WARNED?

OH ON THE WAY
THEY'RE COMING
AT ME I DON'T
LIKE THE LOOKS
OF THIS!

HANK'S RIGHT!
LET'S GRAB HIM
AND THEN WE
CAN PLAY TWENTY
QUESTIONS!

STARTING
WITH--WHAT
HAPPENED TO
PROFESSOR X?

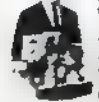
AS SEEN, IF YOU DIDN'T BLINK
YOUR EYES IN X-MEN #75!
--SNEAKY STAN



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\$10000 a Week**

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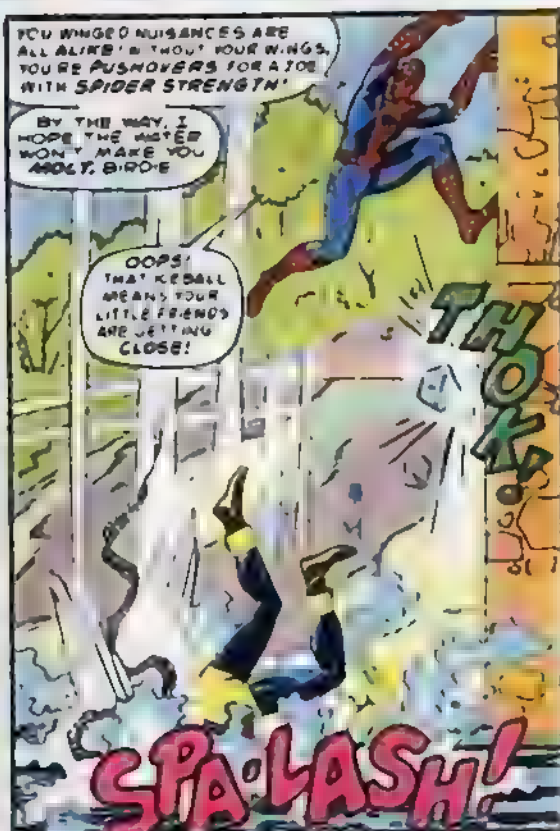
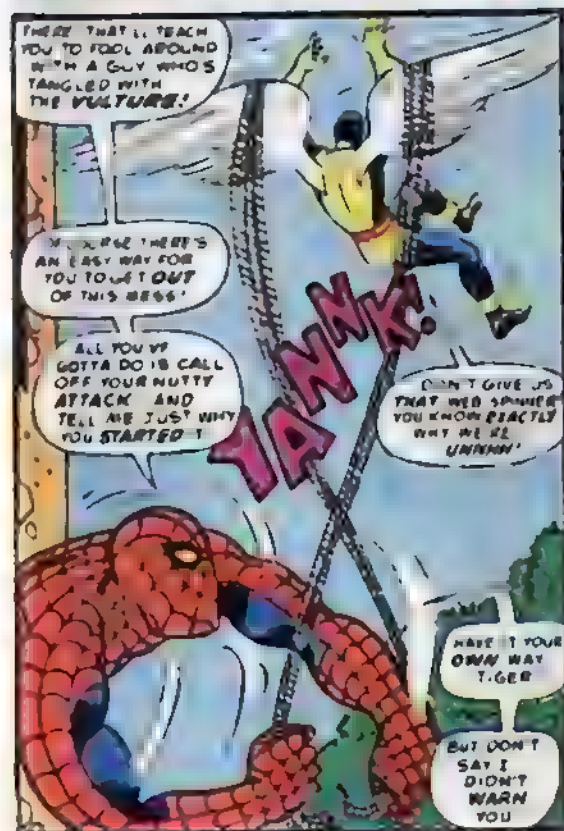
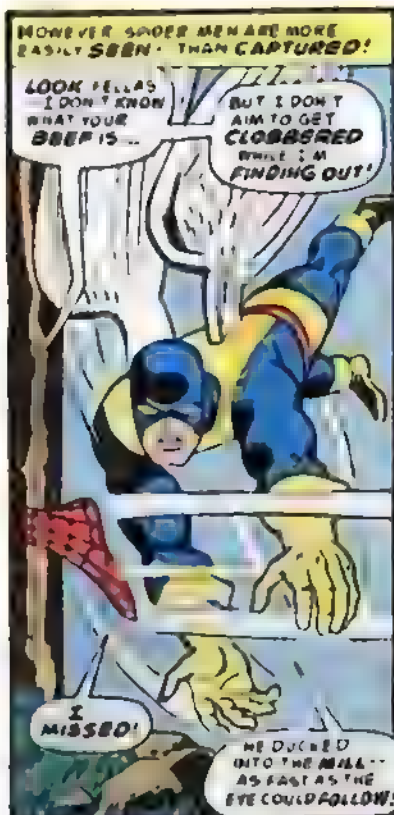
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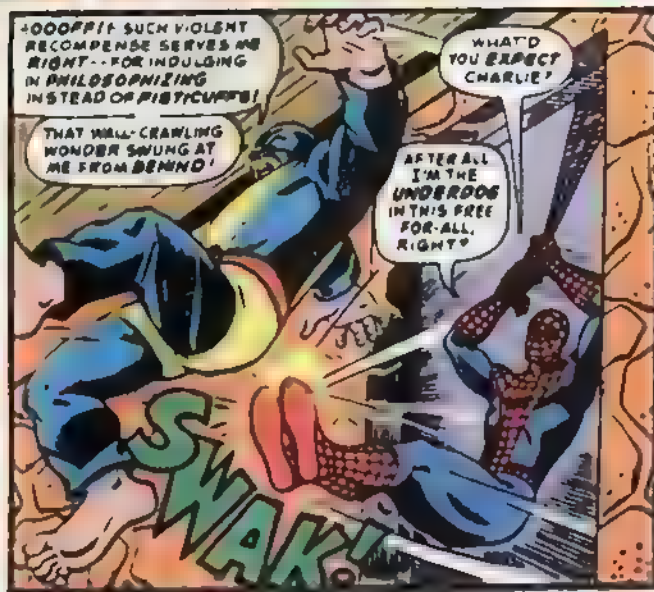
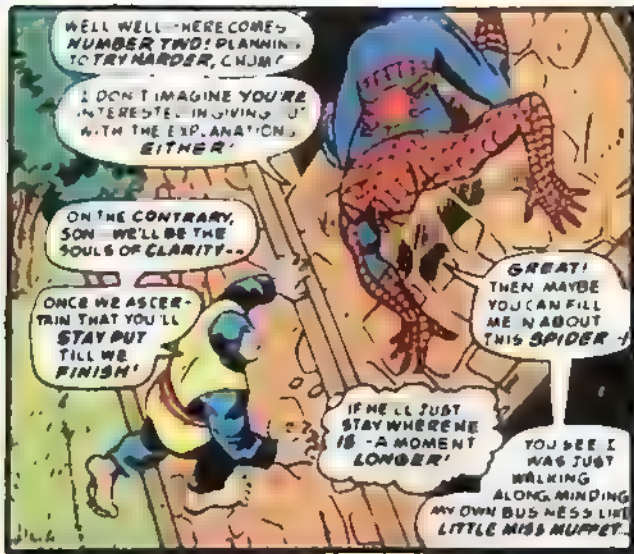
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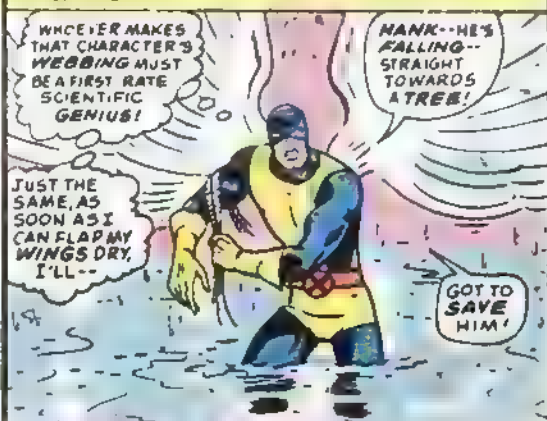
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THAT HOWEVER, IS A SOMEWHAT DEBATABLE QUESTION--
AS WARREN WORTHINGTON III WOULD BE THE FIRST
TO POINT OUT



WHCEIER MAKES
THAT CHARACTER'S
WEBBING MUST
BE FIRST RATE
SCIENTIFIC
GENIUS!

JUST THE
SAME, AS
SOON AS I
CAN FLAP MY
WINGS DRY,
I'LL--

HANK--HE'S
FALLING--
STRAIGHT
TOWARDS
A TREE!

GOT TO
SAVE
HIM!

THE NEXT MOMENT--AN ASTONISHING MID AIRCATCH!

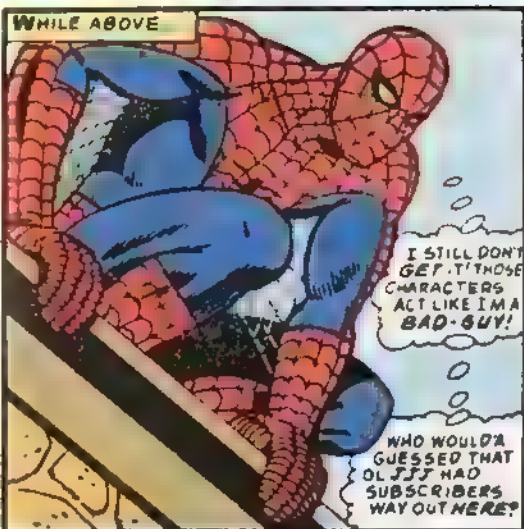


MANY THANKS,
LAD' BUT, LIKE A
FELINE, I ALWAYS
LAND ON MY
FEET, ANYWAY!

I GUESS
YOU DO, AT
THAT!

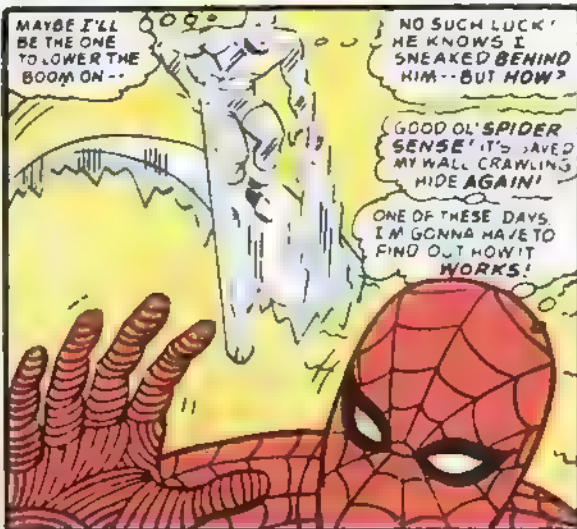
WELL THEN
LET'S JUST SAY
I CAUGHT YOU
TO SAVE THOSE
TUG-BOAT TOOTHIES
OF YOURS
FROM CAUSING
AN EARTH TREMOR!

WHILE ABOVE



I STILL DON'T
GET IT THOSE
CHARACTERS
ACT LIKE I'M A
BAD-BUY!

WHO WOULD'A
GUESSED THAT
OL' JJJ HAD
SUBSCRIBERS
WAY OUT HERE?

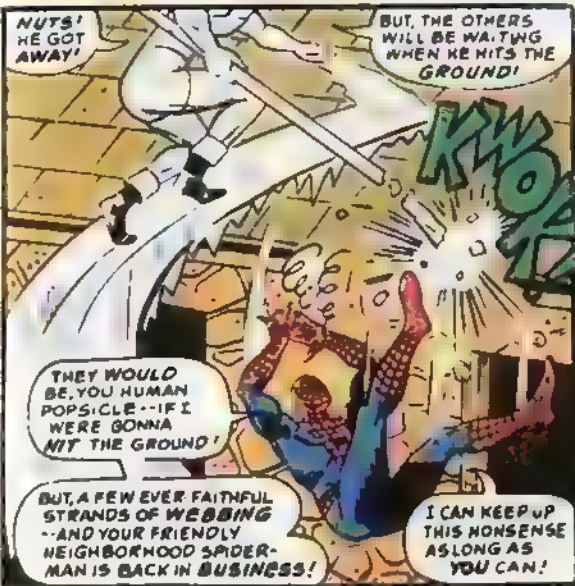


MAYBE I'LL
BE THE ONE
TO LOWER THE
BOOM ON--

NO SUCH LUCK!
HE KNOWS I
SNEAKED BEHIND
HIM--BUT HOW?

GOOD OL' SPIDER
SENSE! IT'S SAVED
MY WALL CRAWLING
HIDE AGAIN!

ONE OF THESE DAYS,
I'M GONNA HAVE TO
FIND OUT HOW IT
WORKS!



NUTS!
HE GOT
AWAY!

BUT, THE OTHERS
WILL BE WAITING
WHEN HE HITS THE
GROUND!

KWOK!

THEY WOULD
BE, YOU HUMAN
POPSICLE--IF I
WERE GONNA
HIT THE GROUND!

BUT, A FEW EVER FAITHFUL
STRANDS OF WEBBING
--AND YOUR FRIENDLY
NEIGHBORHOOD SPIDER-
MAN IS BACK IN BUSINESS!

I CAN KEEP UP
THIS NONSENSE
AS LONG AS
YOU CAN!



AND, AT LEAST ONE OF HIS FORS SEEMS TO AGREE...

HE'S STRONGER THAN ANY
SINGLE X-MAN--THOUGH I'M
BETTING MY OPTIC BLASTS
WOULD STOP HIM!

BUT, BEFORE I LET
'ER FLY--I'VE GOT TO
TRY REASONING
WITH HIM!

SPIDER-MAN--
DON'T FORCE US
TO HARM YOU!
STOP FIGHTING--
AND LISTEN!

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AND NOW, AS THE X-MEN ANXIOUSLY AWAIT THE WOOLY WEB-SPINNER'S RESPONSE--YOUR BLUSHIN' BULLPEN HOPES YOU'VE BEEN WONDERING ABOUT THE LOVELY JEAN GREY'S ACTIVITIES AS MUCH AS WE HAVE

- 'CAUSE WE NEED A SHORT BREATHER FROM ALL THIS AGONIZIN' ACTION, FRANTIC ONE-- AND THIS IS OUR WAY OF TAKING ONE!

I HOPE SCOTT AND THE OTHERS ARE ALL RIGHT! I'VE HAD NO WORD FROM THEM SINCE THEY LEFT--NOT EVEN ON THEIR SIGNAL PATCHES!

YET, JUST AFTER THEY RAN OUT, CEREBRO SUDDENLY WENT BLANK! DOES THAT MEAN THE MENACE HAS GONE--

--OR SIMPLY THAT IT HAS SOMEHOW HIDDEN ITSELF-- TO TAKE US ALL BY SURPRISE?

THEN, EVEN AS MARVEL GIRL FEARS FOR THE YOUTHS WHO MEAN SO MUCH TO HER, SHE ABRUPTLY SPIES...

A SPECIAL NOTE-- HERE AMONG THE PROFESSOR'S FILES ON FACTOR THREE! HE MUST HAVE MEANT TO TELL US ABOUT IT-- BUT WAS CAPTURED BEFORE HE HAD A CHANCE!

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IT WOULD ENABLE US TO CONTACT HIM AT ANY TIME --SIMPLY BY ADJUSTING CEREBRO TO A DIFFERENT FREQUENCY!

IF ONLY HE'S STILL WEARING THAT BAND!

WHINNNE

AT JEAN'S TOUCH, A STREAM OF INVISIBLE, ULTRA-SONIC VIBRATIONS EMANATE FROM THE POWERFUL MACHINE KNOWN AS CEREBRO...

...AND BE DEFLECTED INSTANTANEOUSLY TO A DARK, OMINOUS CELL--DEEP INSIDE THE HEART OF THE IMPOSING ALPS!

BUT THE FORM WHICH WEARS THE METAL HEAD-BAND--AND ITS HIDDEN CRYSTAL--IS STRANGELY QUIET--AND UNMOVING

TO BOUNCE THE FOLLOWING SECOND OFF AN ORBITING COMMUNICATIONS SATELLITE SENT UP MONTHS EARLIER BY THE U. S. GOVERNMENT...

MEANWHILE, DOWN BY THE OLD MILL STREAM (JUST IN CASE YOU'VE FORGOTTEN OUR SOMEWHAT RUSTIC SETTING) AN INCREASINGLY ANGRY SPIDEY FACES THE TENSELY-POISED X-MEN...

OKAY PLAYMATES--I'M LISTENING! YOU'VE GOT ROUGHLY TEN SECONDS TO EXPLAIN WHY I'M SUDDENLY NUMBER ONE ON YOUR HATE PARADE!

OTHERWISE, I'M CUTTIN' OUT, AND HEADING BACK TO THE BIG BAD CITY!

YOU'RE THE ONE WHO'S GOING TO GIVE OUT WITH THE ANSWERS, WEB-SLINGER--AND WE'RE IN NO MOOD TO WAIT MUCH LONGER

WHAT ARE YOU DOING HERE AND WHAT'S YOUR CONNECTION WITH FACTOR THREE?

NEVER HEARD OF IT--SIT SOME KIND-A NEW SECRET INGREDIENT?

THAT TEARS IT. IT'S TIME TO STOP TREATING THAT CLOWN WITH KID GLOVES!

KID GLOVES? IF YOU'RE ALWAYS THIS FRIENDLY, NO WONDER YOU HAVEN'T WON ANY POPULARITY POLLS RECENTLY!

BY THE WAY, YOUR TEN SECONDS ARE UP! BYE-BYE, GROUP!

HE'S EDGING BACKWARDS--UP THE ROOF!

HE MAY BE TELLING THE TRUTH-- BUT WE CAN'T TAKE THE CHANCE!

ALRIGHT, X-MEN! LET'S GO GET HIM--AS A TEAM!

NOW YOU'RE TALKIN', LEADER-MAN!

BUT REMEMBER, BOBBY--WE ONLY WANT TO CAPTURE HIM FOR INTERROGATION!

I'LL BOUND INTO THE MILL THRU THIS HOLE-- AND TRY TO TAKE HIM BY SURPRISE!

FUNNY--SPIDER-MAN DOESN'T ACT LIKE AN EVIL MUTANT--OR LIKE ANYBODY'S MERCENARY!

STILL, IF HE ISN'T THEN WHY DID CEREBRO SEND US TO THIS EXACT SPOT?

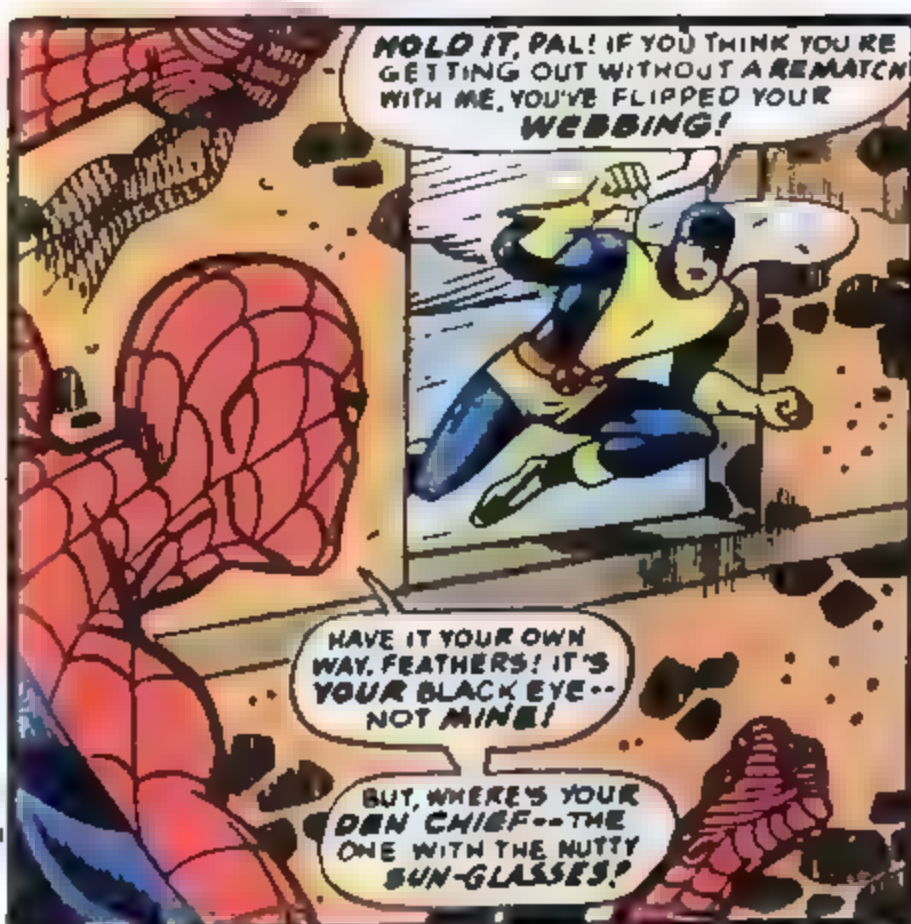
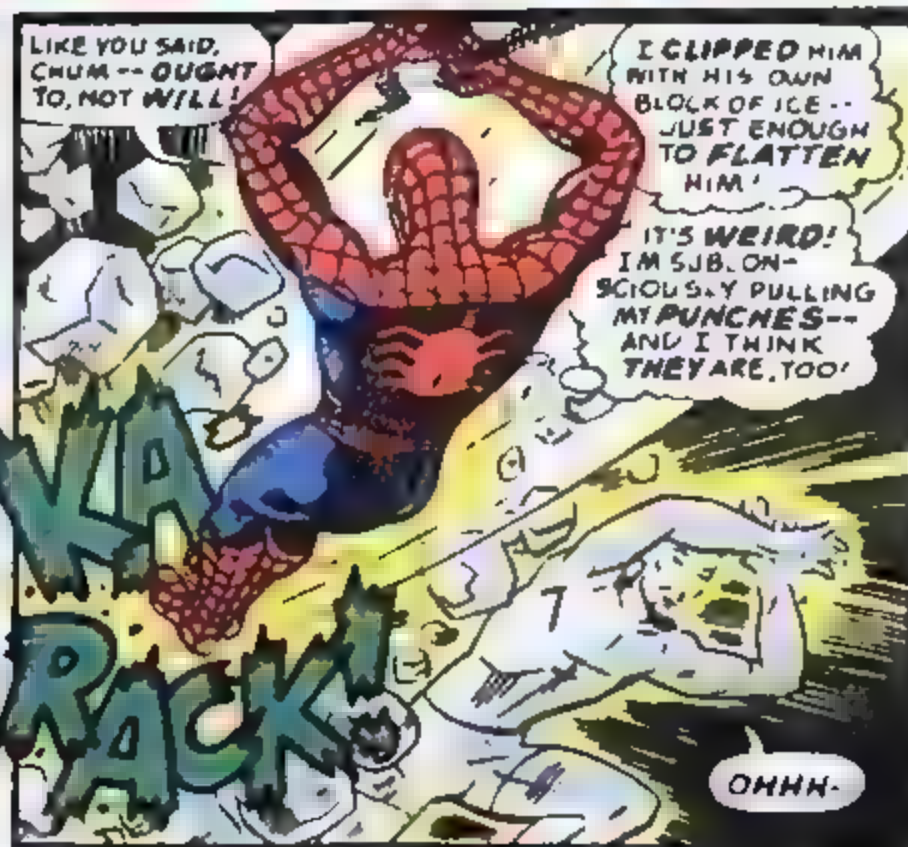
OH WELL FOR THE MOMENT MINE NOT TO REASON WHY.

AND ABOVE

ADMIT IT, FRIEND--WE'VE GOT YOU SURROUNDED!

AS A MATTER OF FACT THEY DO!

BUT WHEN SPIDER-MAN DECIDES TO SPLIT, YOU TAKE MORE THAN FIVE MASKED MUTANTS TO STOP HIM--I HOPE!



CONTINUED AFTER NEXT PAGE

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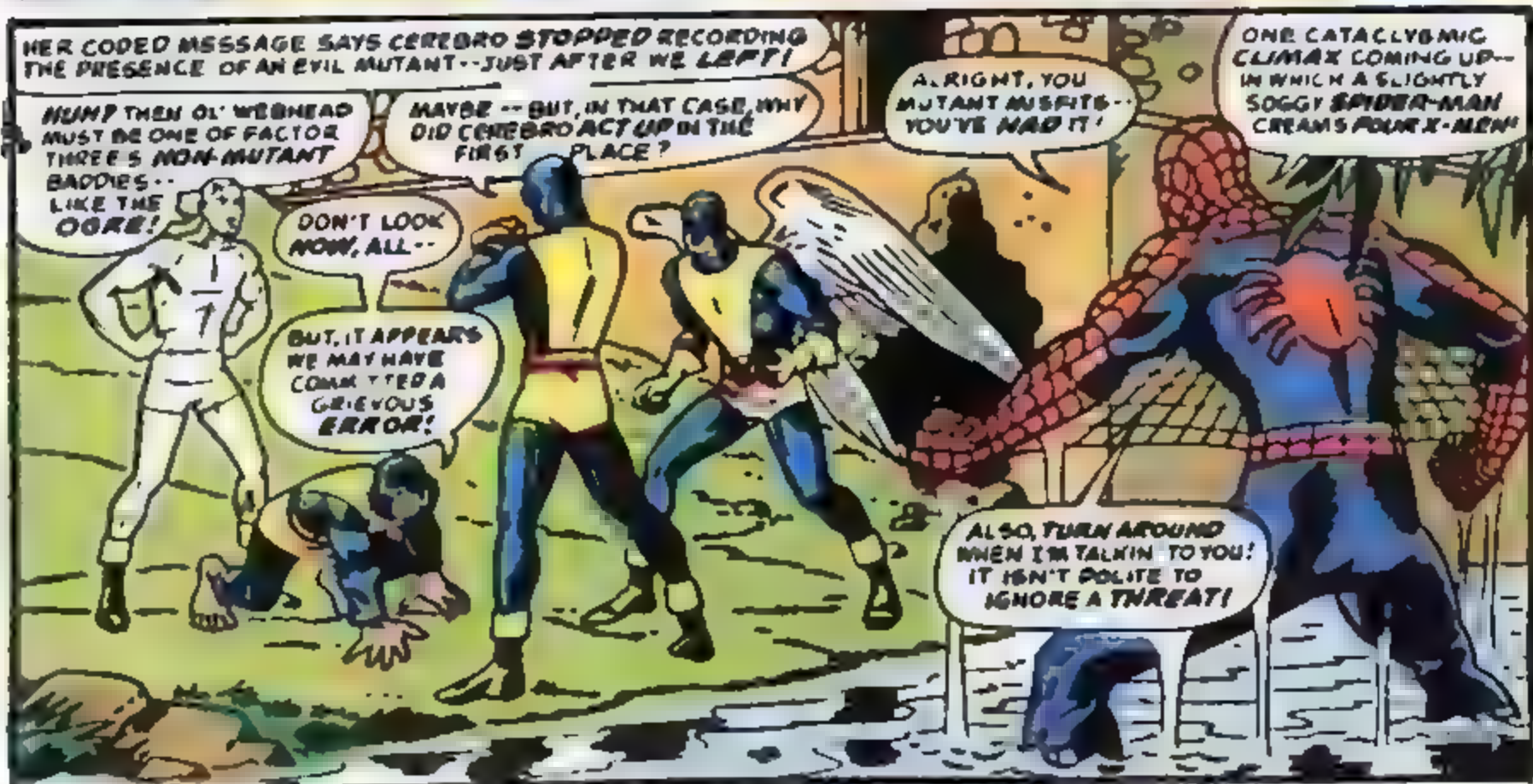
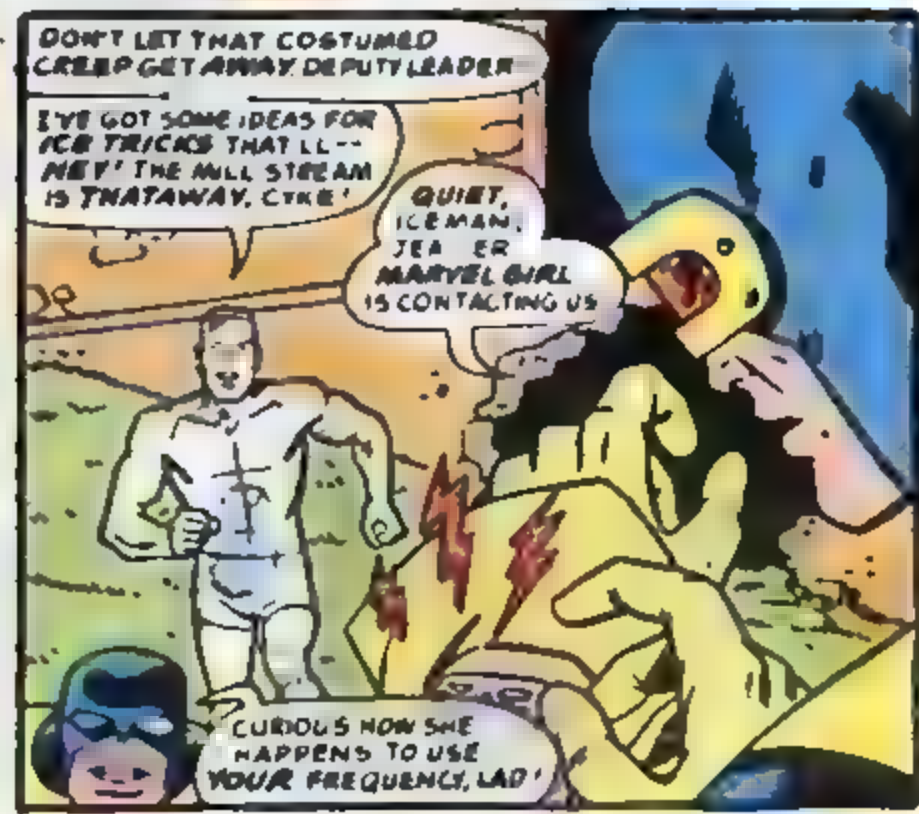
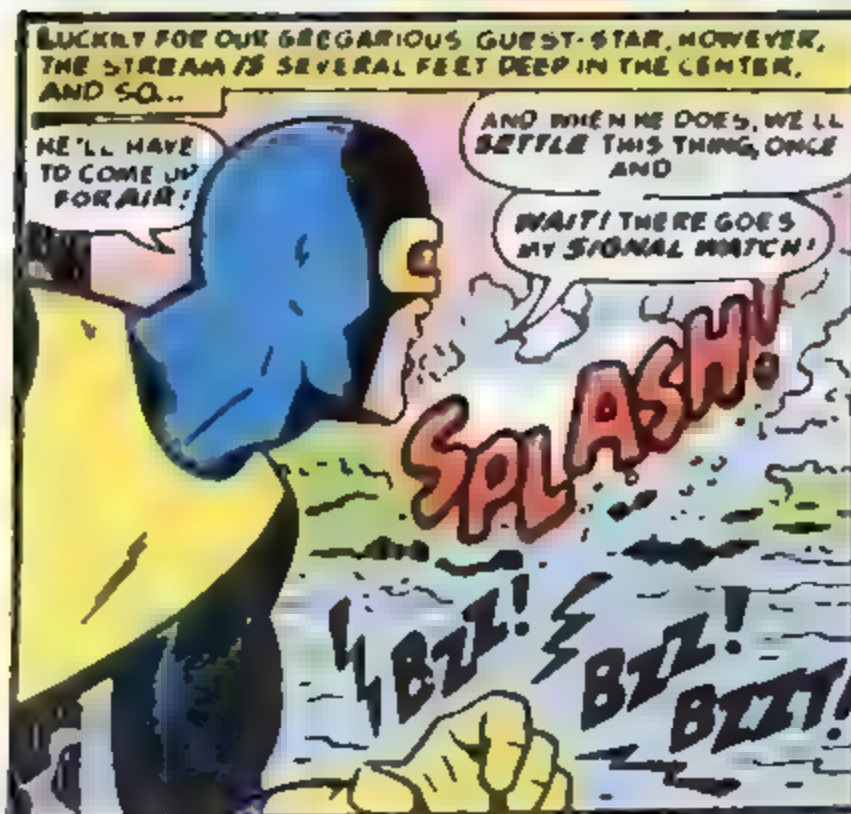
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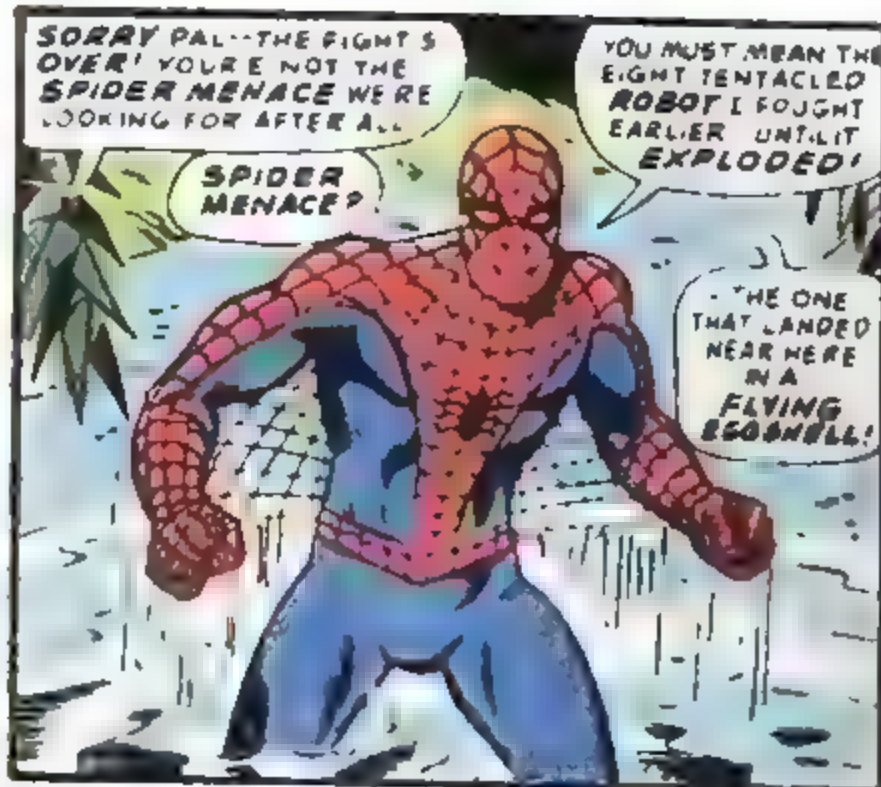
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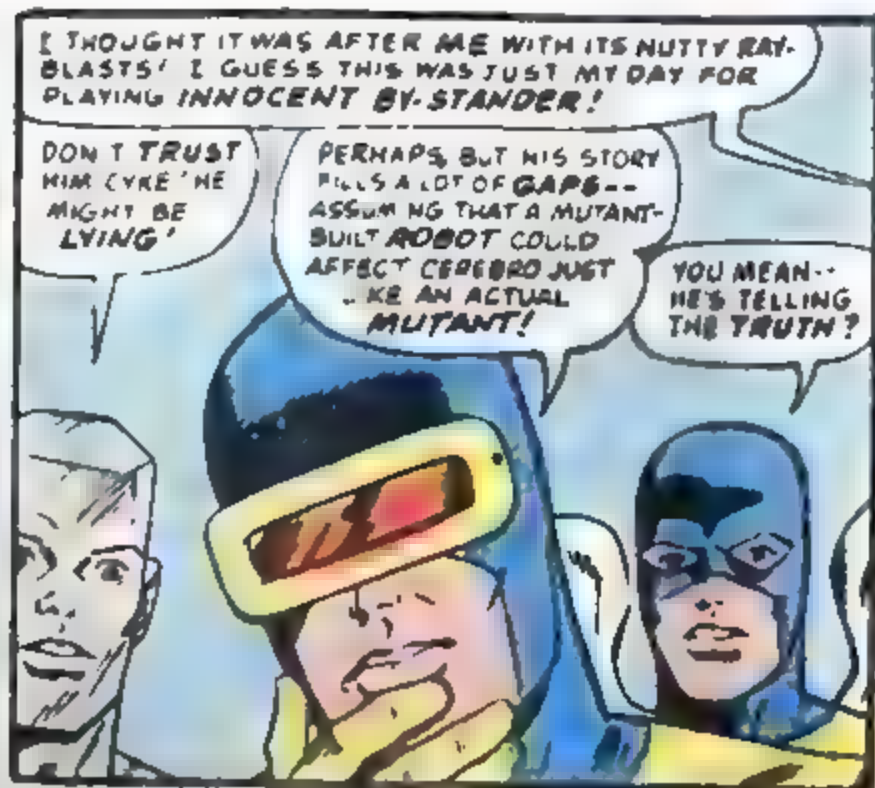


SORRY PAL--THE FIGHT'S OVER! YOU'RE NOT THE SPIDER MENACE WE'RE LOOKING FOR AFTER ALL.

SPIDER MENACE?

YOU MUST MEAN THE EIGHT TENTACLED ROBOT I FOUGHT EARLIER UNTIL IT EXPLODED!

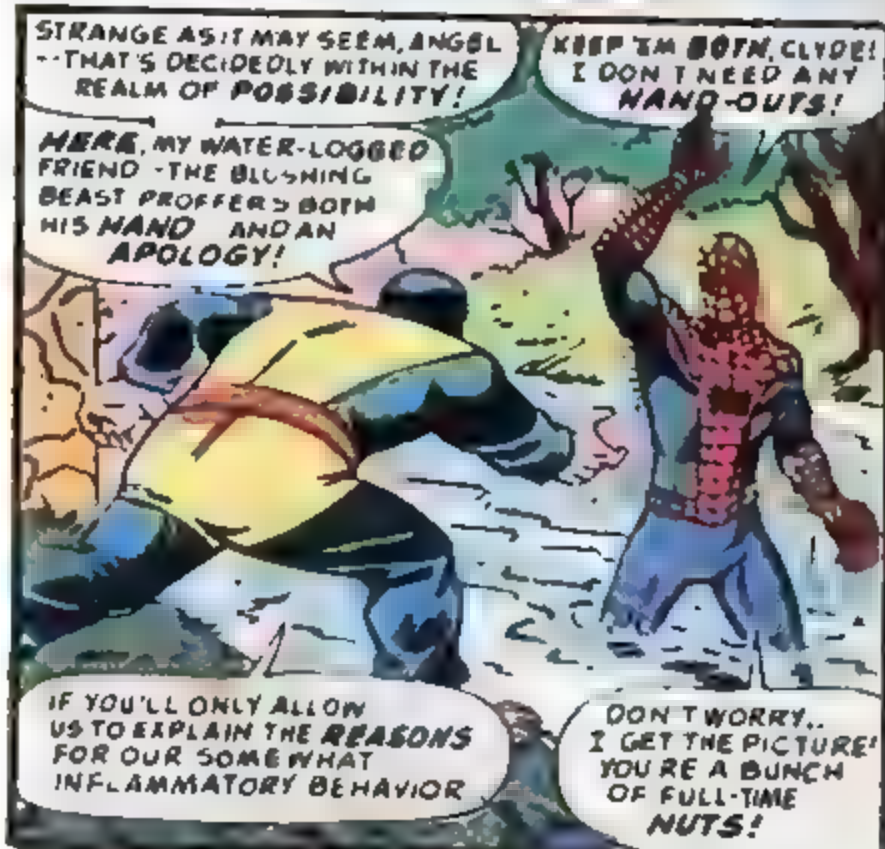
THE ONE THAT LANDED NEAR HERE IN A FLYING BEOSHELL!



DON'T TRUST HIM CYKE 'HE MIGHT BE LYING'

PERHAPS, BUT HIS STORY FILLS A LOT OF GAPS-- ASSUMING THAT A MUTANT-BUILT ROBOT COULD AFFECT CEREBRO JUST LIKE AN ACTUAL MUTANT!

YOU MEAN-- HE'S TELLING THE TRUTH?



STRANGE AS IT MAY SEEM, ANGEL--THAT'S DECIDEDLY WITHIN THE REALM OF POSSIBILITY!

KEEP 'EM BOTH, CLYDE! I DON'T NEED ANY HAND-OUTS!

HERE, MY WATER-LOGGED FRIEND--THE BLUSHING BEAST PROFFERS BOTH HIS HAND AND AN APOLOGY!

IF YOU'LL ONLY ALLOW US TO EXPLAIN THE REASONS FOR OUR SOMEWHAT INFLAMMATORY BEHAVIOR

DON'T WORRY.. I GET THE PICTURE! YOU'RE A BUNCH OF FULL-TIME NUTS!

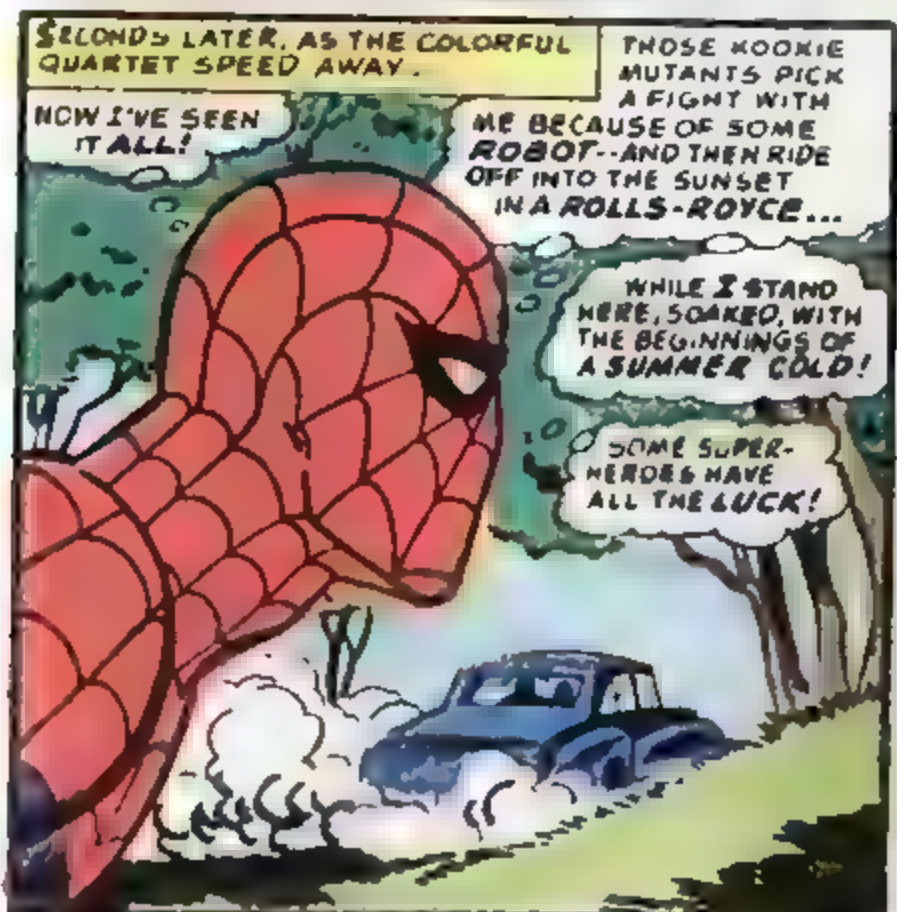


COME ON, X-MEN! AS MUCH AS I REGRET THIS WHOLE THING, WE DON'T HAVE ANY TIME TO SPARE!

YEAH--BUT, IF WE COULD JUST CLUE HIM IN ON WHY WE WERE SO FRANTIC!

NO CAN DO, KID--WITHOUT TELLING HIM ABOUT PROFESSOR X!

THEN LET'S DEPART--BEFORE THE BATTLE STARTS ALL OVER AGAIN!



SECONDS LATER, AS THE COLORFUL QUARTET SPEED AWAY...

NOW I'VE SEEN IT ALL!

ME BECAUSE OF SOME ROBOT--AND THEN RIDE OFF INTO THE SUNSET IN A ROLLS-ROYCE...

WHILE I STAND HERE, SOAKED, WITH THE BEGINNINGS OF A SUMMER COLD!

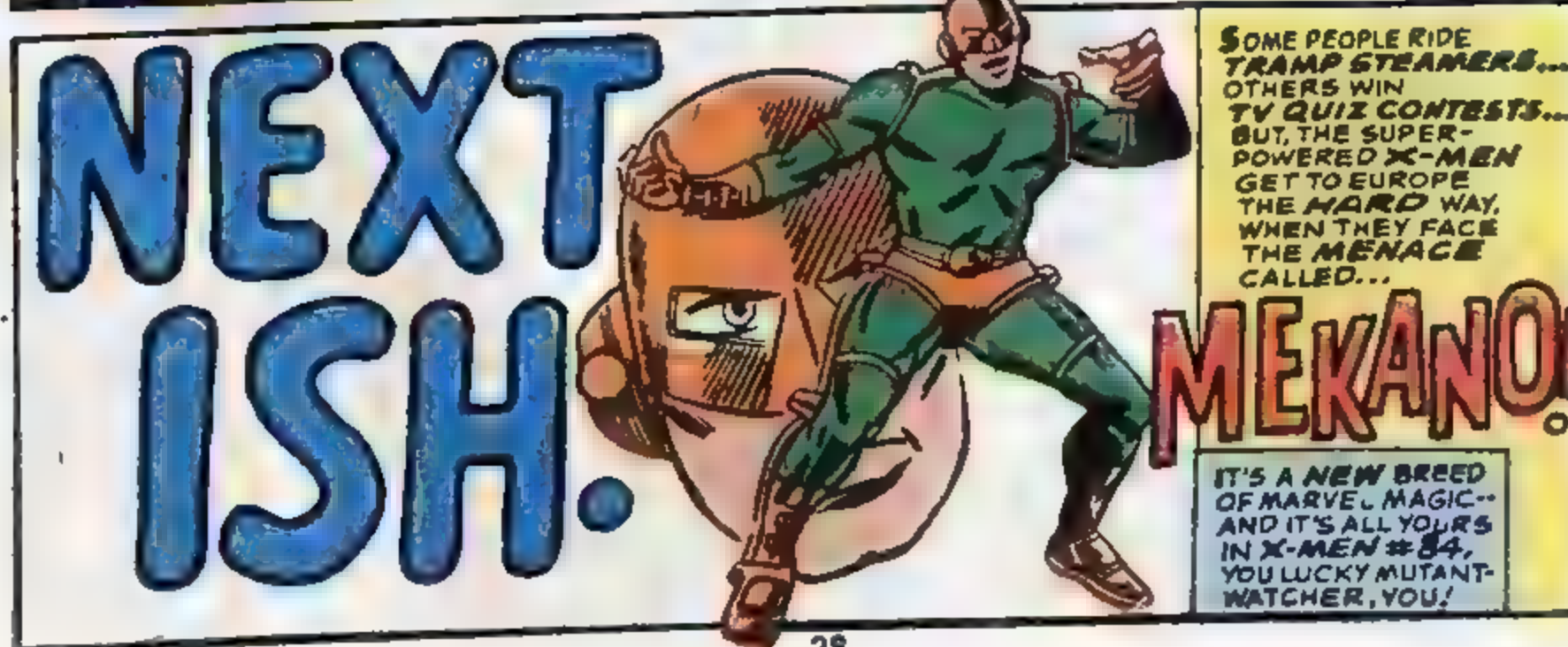
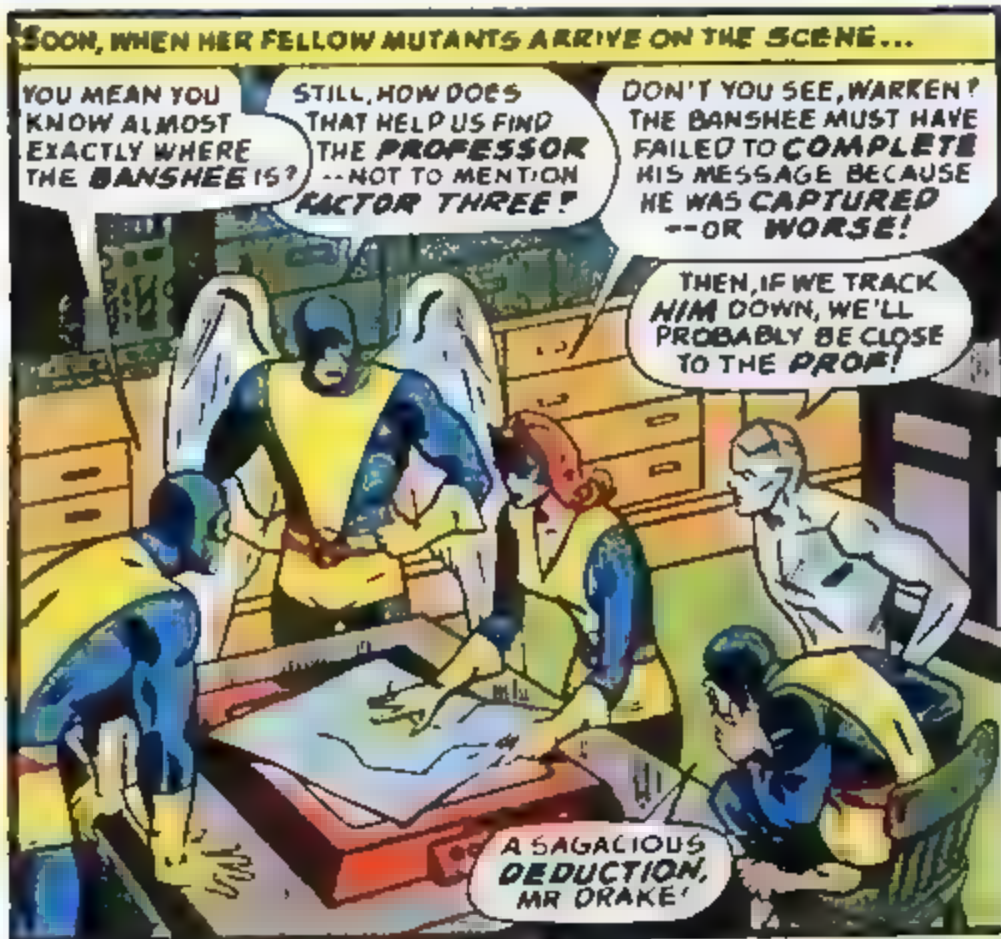
SOME SUPER-HEROES HAVE ALL THE LUCK!



HOWEVER, IF SPIDEY HAD KNOWN THE TRUTH, THE X-MEN ARE MUCH LESS FORTUNATE THAN HE COULD POSSIBLY SUSPECT...

I DIDN'T WANT TO TELL THE BOYS ABOUT LOCATING THE BANSHEE, UNTIL I'D CHECKED MY READING IN THIS ATLAS...

BUT, NOW THAT I HAVE THERE CAN BE NO TURNING BACK!



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MORE MINIATURIZED MOUTHFULS OF MARVEL-OUS MUTTERINGS!

(Or: Not Only Is DRACULA Alive And Well — But He's Got Company!)

ITEM! This is it! The month when we finally spread the word about the fourth and final one of our creepy quartet of giant-size 75¢ comic mags! Let's see now. We started out with DRACULA LIVES, which is already a sell-out sensation from coast to coast—we followed that up with the first smash issue of MONSTERS UNLEASHED—and then we hit you with a sinister sleeper called TALES OF THE ZOMBIE (which is still on sale, if you're unbelievably lucky!) And now it's time for—VAMPIRE TALES! That's right, monsterphile. For those of you who think there's naught can be done with the legend of the awesome Undead that wasn't already done by the creator of Count Dracula, macabre Marvel's here to show you that there is indeed something new under the sun—or moon, as the case may be! First off, in answer to more requests than we care to remember, we've signed up STEVE "Baby" GERBER and Titanic TOM SUTTON to help us launch a way-out new series about the mysterious man-bat called MORBIUS (and if you don't remember him from SPIDER MAN—but you do, don't you!). What's more, that's just for openers—'cause there's lots more grisly goodies behind that breath-taking cover painting, including colorful features and a fear-photo spread that'll knock you right out of your coffin! It's not just an imitation of DRACULA—

but a phantasmagorical new mag in its own right. That's VAMPIRE TALES #1—now on sale! Get it fast—before it turns into a bat and flies away!

ITEM! Now, unless you've been sealed in a crypt somewhere for the past few months, we're sure it comes as no surprise that the second issue of MONSTERS UNLEASHED is currently on sale, to boot! But, what might just move and shake you is the fact that, beginning this go-round, it spotlights a senses-staggering new serial starring THE MONSTER OF FRANKENSTEIN, picking up where our ever fabulous color comic leaves off! And, when we clue you in that one of the other tales therein is called "The Roaches"—well, let's just say that this ish of MONSTERS UNLEASHED runs the gamut of gruesome goings-on, from A to Zombie!

ITEM! Hey, guess what! Just 'cause we love ya, we've decided to make a heaping handful of our most popular bi-monthly titles into monthlies for the long hot summer coming up. Yep, that means there'll be a couple of extra issues of some of your favorites (like THE DEFENDERS—and MARVEL PREMIERE, with Dr. Strange) winging your way soon! So pick 'em up—but don't get confused, hear?

MARVEL MINI-ITEMS! Let's all give a hearty "welcome aboard" to Battlin'

BOB BROWN, whom we've long respected as one of comicdom's most talented artists—and who's recently signed on to do THE AVENGERS and WARLOCK for us! • How about ol' Sunny JIM MOONEY, who's been just coasting along doing inking for us for years, and who's now really movin' out as the peerless penciler on many issues of Spidey's adventures in MARVEL TEAM-UP? 'Way to go, Jim-baby—we always knew you could do it, if you could tear yourself away from that antique shop of yours long enough! • And this seems like just the place to sneak in a ref or two to a couple of nifty new features that'll be debuting next month in one mag or another! All we can say for now is that one of 'em is called THE MARK OF SATAN—while the other stars a far-out gent called BROTHER VOODOO! Be here next issue—same time, same place—for full details! • Whew! You know, we may have more writers and artists than ever—and we know that sometime a few more boo-boos and bonehead mistakes slip thru our overworked fingers than we care to admit—but it still fills the whole blamed Bullpen with boundless enthusiasm and just a wee bit of beaming pride every month, when we each get our very own stack of the current crop of Marvel mags! Face it, friends and fellahim—we're all comic-fans at heart. And isn't that the way it should be?

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